

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CSX CORPORATION,

Plaintiff,

v.

THE CHILDREN'S INVESTMENT FUND
MANAGEMENT (UK) LLP, THE CHILDREN'S
INVESTMENT FUND MANAGEMENT
(CAYMAN) LTD., THE CHILDREN'S
INVESTMENT MASTER FUND, 3G CAPITAL
PARTNERS LTD., 3G CAPITAL PARTNERS, L.P.,
3G FUND, L.P., CHRISTOPHER HOHN, SNEHAL
AMIN, AND ALEXANDRE BEHRING, A/K/A
ALEXANDRE BEHRING COSTA,

Defendants.
-----X

THE CHILDREN'S INVESTMENT MASTER
FUND,

Counterclaim and Third-
Party Plaintiff,

v.

CSX CORPORATION AND MICHAEL J. WARD,

Counterclaim and Third-
Party Defendants.
-----X

3G CAPITAL PARTNERS LTD., 3G CAPITAL
PARTNERS, L.P. AND 3G FUND, L.P.

Counterclaim Plaintiffs,

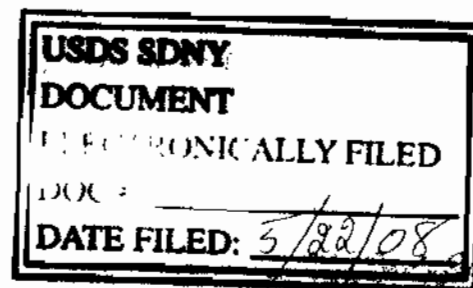
v.

CSX CORPORATION AND MICHAEL WARD,

Counterclaim Defendants.
-----X

ECF CASE
08 Civ 02764 (LAK) (KNF)

**STIPULATION AND
PROPOSED ORDER**



WHEREAS this matter is proceeding on an expedited schedule; and

WHEREAS the trial is scheduled to commence on May 21, 2008;

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel, as follows:

1. The Expert Report of Marti G. Subrahmanyam dated May 8, 2008, as revised May 13, 2008; the Expert Report of Bradford Cornell dated May 8, 2008; the Rebuttal Expert Report of Frank Partnoy dated May 14, 2008; and the Rebuttal Report of Daniel R. Fischel dated May 14, 2008, all previously exchanged between the parties and submitted to the Court, are deemed to be (i) sworn to (ii) authentic (iii) not hearsay, and (iv) the expert's witness statement for purposes of the hearing scheduled for May 21 and 22, 2008. All other evidentiary objections with respect to such reports are preserved.

2. Mr. Subrahmanyam may serve on defendants a supplemental expert report no later than Sunday, May 18, 2008 at 11:59 a.m. Any such report shall be limited in scope to rebutting Mr. Partnoy's May 14th report. Any such report shall be submitted to the Court and deemed to be (i) sworn to (ii) authentic (iii) not hearsay, and (iv) supplement the expert's witness statement submitted for purposes of the hearing scheduled for May 21 and 22, 2008. All other evidentiary objections with respect to such report are preserved.

3. Mr. Partnoy may submit to the Court a supplemental expert rebuttal report to be served on plaintiff no later than Tuesday, May 20, 2008 at 11:59 p.m. Any such report shall be limited in scope to rebutting Mr. Subrahmanyam's supplemental report. Any such report submitted by Mr. Partnoy shall be deemed (i) sworn to (ii) authentic (iii) not hearsay, and (iv) supplement the expert's witness statement submitted for purposes of the hearing scheduled for May 21 and 22, 2008. All other evidentiary objections with respect to such report are preserved.

4. There will be no depositions taken in this action of Mr. Subrahmanyam, Mr. Cornell, Mr. Partnoy or Mr. Fischel.

5. No live testimony at trial will be offered from Mr. Subrahmanyam, Mr. Cornell, Mr. Partnoy or Mr. Fischel, unless requested by the Court. If the Court requests such testimony, any examination of these witnesses will be limited to questions from the Court.

6. Other than as enumerated herein, the parties may not submit any additional expert testimony in any form.

Dated: May 18, 2008
New York, New York

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Attorneys for 3G Capital Partners Ltd., 3G Capital Partners, L.P., 3G Fund, L.P., and Alexandre Behring (a/k/a Alexandre Behring Costa)

SO ORDERED

[Signature]
Lewis A. Kaplan
United States District Judge

5/22/08